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Esports Entertainment Group, Inc.
Minutes of the Special Meeting of the Board of Directors
April 18, 2022
3:30 PM

Location of Meeting:

Remote

Present at Meeting:

Board Members

Grant Johnson;
Stuart Tilly;
Damian Mathews;
Alan Alden;
Alex Lim;

Absent from Meeting:

Mark Neilsen

Corporate Secretary

Lydia Roy

The special meeting of the Board of Directors of Esports Entertainment Group, Inc. was called to order at 3:30 PM on April 18, 2022 at Remote by Grant Johnson.

I. Approval of Agenda

No agenda was distributed as this was a Special Meeting and called in accordance with the Company's By-Laws.

II. Review of Previous Minutes

No previous minutes were reviewed and voted on.

III. Consideration of Open Issues

1. New Board Members

Grant Johnson introduced open issue

Grant Johnson confirmed that the two candidates nominated to the Board of Directors have been cleared through EEG's due diligence process and by each of the candidates' respective employers and Board moved to approve both candidates.

The candidates:

- 1- Jan Jones Blackhurst
- 2- Kaitei Munroe

Grant Johnson confirmed that the above candidates are anticipated to start at the end of May and that EEG is awaiting formal acceptance which is expected any day.

Decision: Board motioned to unanimously approved both candidates.

2. Alto Opportunity Master Fund, SPC – Segregated Master Portfolio B

Grant Johnson introduced open issue

Esports Entertainment Group, Inc. (EEG) received a letter from Alto Opportunity Master Fund, SPC – Segregated Master Portfolio B ("Alto") through EEG's counsel Joseph Lucosky dated March 28, 2022 ("Alto Letter"). Grant Johnson wanted to ensure that all Board Members had an opportunity to review the letter and to unanimously vote and agree on the following 3 points:

- For all board members to acknowledge receipt of the Alto Letter.
- The retention of Jon Uretsky as counsel to manage and respond to the Alto Letter.
- To decide as to whether the board of directors wishes to conduct a formal internal investigation on Grant Johnson as result of the allegations of fraud made by Alto.

Decision: The Board acknowledged receipt of the Alto Letter and considered its content. Following which the Board motioned to unanimously agreed that no investigation into Grant's alleged actions from Ayrton lawyer was necessary and agreed that Jon Uretsky would be retained as counsel of record to manage and respond to the Alto Letter.

3. **Audit Committee**

Grant Johnson introduced open issue

Grant Johnson requested that Alan Alden act as an interim member on the Audit Committee to fill the vacancy left by Damian Mathews until a new member is selected, as the Audit Committee requires 3 independent members and as result Alan Alden would be best placed to fill this role in the interim. Alan Alden accepted to act as interim chair.

Decision: Board motioned to unanimously approve that Alan Alden act as interim Chair of Audit Committee.

IV. Agenda and Time of Next Meeting

The next meeting will be held at 330 PM on May 26, 2022 at:
Remote

The agenda for the next meeting is as follows:

Board to review and accept the following minutes
from the April 18, 2022 Special Meeting.

The meeting was adjourned at 4:30 PM by Grant Johnson.

Minutes submitted by: Lydia Roy

Minutes approved by: to be approved by Board Members at the next meeting to be held around May 19/20th, 2022..

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Grant Johnson

Signed: 9741B3FD820B4AA...

Printed: Grant Johnson

Title: —CEO—

DocuSigned by:

Signed: Stuart Tilly

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Printed: Stuart Tilly

Title: Director

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Signed: Damian Mathews

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Printed: Damian Mathews

Title: CFO

DocuSigned by:

Signed: Alex Lim

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Printed: Alex Lim

Title: Board Member

Signed: _____

Printed: Mark Nielsen

Title: _____

DocuSigned by:

Signed: Alan Alden

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Title: Board Member